

Board Composition and Nomination Policy

This Board Composition and Nomination Policy provides guidance about composition goals and processes for nominating new and existing directors to the Client Board of Directors.

Composition

Alignment with mission

We seek directors who are passionate about Client's mission.

Alignment with values

We want our Board to reflect our core values: [list].

Diverse backgrounds and experience

We seek directors who bring a diversity of gender, race, ethnicity, age, ability, sexual orientation, geography, and experiences to the Board.

Open-minded and inclusive

We seek directors who are open-minded, who listen well, and who are committed to an inclusive Board.

Relevant expertise

We seek directors who have expertise that will contribute to the Board's skill portfolio. We look for individuals who possess [list], and other relevant skills.

Relevant experiences

We look for individuals with relevant leadership and community experiences, such as service on [list] [or one of our advisory committees].

Nomination Process

Leadership

The Governance Committee ("Committee") will lead the nomination process.

Composition assessment

The Committee will discuss with the Board its assessment of the Board's current composition. It will seek the CEO's and Board's input in identifying potential candidates. The Committee may also seek guidance from regional leaders, key partners, and other stakeholders, and individuals outside of traditional networks in order to create a stronger pipeline of diverse candidates.

Outreach and vetting

The Committee will reach out to candidates to determine their interest. It will interview candidates, contact references, and conduct informal background checks as it determines. In vetting interested candidates, the Committee may consider skills, experience, motivations, giving capacity, and other factors. Following completion of the review process, the Committee will identify potential nominees.

Recruitment

Once the Committee identifies potential nominees, the Committee will engage in recruiting activities. It may invite a nominee to meet with executives and Board members to discuss the organization, director responsibilities, and fundraising or other outreach expectations. The Committee may also provide written materials or invite a candidate to attend a Board or committee meeting, visit a program site, or meet with program participants.

Selection

The Committee will select nominees and present them to the Board for consideration.

Renomination Process

The Committee will consult with the Board Chair regarding directors nearing the end of a term and eligible for re-election to the Board. The Board Chair and Committee may consider factors such as: (a) the director's attendance and participation at Board meetings, committee meetings, and events; (b) changes in the director's occupation, service on other nonprofit or corporate boards, or reputation; (c) the director's record of giving, outreach, consultation, and other activities on behalf of the organization; and (d) the Committee's assessment of the Board's overall composition and expertise or other needs.

The Board Chair will also meet with each director to discuss the director's continued membership on the Board. At the Board Chair's request, the Committee will advise the Board regarding re-election of individual directors.
